

11-09-1998

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Attached original documents or copy thereof.

To the Honorable Commissioner c

1. Name of conveying party(ies):

DREAM QUEST IMAGES  
2635 Park Center Drive  
Simi Valley, California 93065-6212

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation-State California
- Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment                               Merger
- Security Agreement                   Change of Name
- Other \_\_\_\_\_

Execution Date: October 19, 1998

2. Name and address of receiving party(ies):

Name: DISNEY ENTERPRISES, INC.

Internal Address: \_\_\_\_\_

Street Address: 500 South Buena Vista Street

City: Burbank State: CA ZIP: 91521

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

11/06/1998 **SMRNS 00000212 230130 1751644**  
01 FC:4\*\* 40.00 CH

B. Trademark Registration No.(s)

1,751,644

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: THE WALT DISNEY COMPANY

Internal Address: Attn: Mei-lan Stark, Esq.

Street Address: 500 South Buena Vista Street

City: Burbank State: CA ZIP: 91521

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-0130

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Peter F. Nolan  
Vice President - Asst. General Counsel  
Name of Person Signing

Signature

10/20/98  
Date

Total number of pages comprising cover sheet:

1

ASSIGNMENT

WHEREAS, DREAM QUEST IMAGES, a corporation organized and existing under the laws of the State of California, located and doing business at 2635 Park Center Drive, Simi Valley, California 93065 ("Assignor") is the sole and exclusive owner of the service mark DREAM QUEST IMAGES ("the Mark") and of U.S. Trademark Registration Number 1.751.644 for said mark ("the Registration");

WHEREAS Disney Enterprises, Inc., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 500 South Buena Vista Street, Burbank, California 91521 ("the Assignee") is desirous of acquiring all right, title and interest in and to the Mark and the Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign and transfer unto the Assignee all right, title, and interest in and to the Mark and Registration together with the goodwill of the business symbolized by the Mark and the Registration. Said assignment and transfer is deemed effective as of April 11, 1996.

IN WITNESS WHEREOF, DREAM QUEST IMAGES has caused this Assignment to be executed by its duly authorized officer this 19 day of OCTOBER, 1998.

DREAM QUEST IMAGES



Abdi Sami  
Chief Executive Officer  
Executive Vice President